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RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

TRADEMARK

07-06-1999

To the Hon. Commissioner of Patents & Trademarks
thereof.



original documents or copy

101081703

1. Name of conveying party(ies):

Kraft Foods, Inc.

- Individual(s)
- Association
- General Partnership
- Other
- Limited Partnership
- Corporation - Delaware

Additional name(s) of conveying party(ies) attached?
 Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Change of Name
- Other
- Security Agreement

Execution Date: March 3, 1999

Name:
ESBA, S.C.P.

Street Address:
C/Urgell 249, 8º, 2ª
08036 Barcelona, Spain

- Individual(s) citizenship:
- Association
- General Partnership
- Limited Partnership
- Corporation -
- Other - Private Civil Company of Spain

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No



4. Application number(s) or registration (numbers):

A. Trademark Application No(s).

B. Trademark Registration No(s).

1,380,669

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

YOUNG & THOMPSON
Second Floor
745 South 23rd Street
Arlington, VA 22202

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account No. 25-0120

(Attach duplicate copy of this page if paying by deposit account.)

DO NOT USE THIS SPACE

07/02/1999 MTHA11 00000180 250120 1380669

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Susan Trader
Name of Person Signing

Susan Trader
Signature

July 1, 1999
Date

Total number of pages including cover sheet: [3]

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In the matter of
Trademark Registration No. 1,380,669
Registered January 28, 1986
For "POP ROCKS"

APPOINTMENT OF DOMESTIC REPRESENTATIVE

ESBA, S.C.P., of C/Urgell 249, 8º, 2ª (08036)
Barcelona, Spain, hereby designates Robert J. Patch, Reg. No.
17,355, Andrew J. Patch, Reg. No. 32,925, Robert F. Hargest,
Reg. No. 25,590, Benoît Castel, Reg. No. 35,041, Eric Jensen,
Reg. No. 37,855, Thomas W. Perkins, Reg. No. 33,027, or Roland
E. Long, Jr., Reg. No. 41,949, c/o YOUNG & THOMPSON, 745 South
23rd Street, Arlington, VA 22202, telephone: (703) 521-2297,
registrant's representatives upon whom notices or process in
proceedings affecting this mark may be served.

ESBA, S.C.P.

By [Signature]

Title President

Date April 4 1999

By [Signature]

Title President

ASSIGNMENT OF REGISTRATION

WHEREAS, Kraft Foods, Inc., of Three Lakes Drive, Northfield, Illinois 60093, (hereinafter THE ASSIGNOR) has adopted, used and is using the mark shown in U.S. Trademark Registration No. 1,380,669 which was registered in the United States Patent and Trademark Office on January 28, 1986; and

WHEREAS, ESBA, S.C.P. of C/Urgell 249, 8^o, 2^a (08036) Barcelona, Spain (hereinafter THE ASSIGNEE), is desirous of acquiring said mark and the registration thereof;

NOW, THEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, THE ASSIGNOR does hereby assign unto THE ASSIGNEE all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark, and the registration thereof, No. 1,380,669, and any renewals thereof.

By: _____

G. Coccodrilli

Title: Vice President, Kraft R&D

Date March 3, 99